

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

In Re: LATAM AIRLINES GROUP S.A.,

Debtor,

22 Civ. 5660 (DLC)

AD HOC GROUP OF UNSECURED  
CLAIMANTS, et al.,

Appellant,

-v-

LATAM AIRLINES GROUP S.A., et al.,

Appellees.<sup>1</sup>

**UNOPPOSED MOTION TO ALLOW PROPOSED INTERVENORS TO INTERVENE**

The Parent Ad Hoc Claimant Group, the ad hoc group of bondholders represented by White & Case (the “White & Case Group”), Banco Estado de Chile, solely in its capacity as Indenture Trustee Under the Chilean Local Bonds Series A Through D and Series E (“Banco Estado”), the Official Committee of Unsecured Creditors (the “Committee”), Delta Air Lines, Inc., Costa Verde Aeronautica S.A., Lozuy S.A., and Qatar Airways Investments (UK) Ltd., (collectively, the “Proposed Intervenors”) respectfully move the Court to permit the Proposed Intervenors to intervene in the above-captioned appeal pursuant to Rule 8013 of the Federal Rules

<sup>1</sup> The Appellees in this case are: LATAM Airlines Group S.A., Lan Cargo S.A., Transporte Aero S.A., Inversiones Lan S.A., Technical Training LATAM S.A., LATAM Travel Chile II S.A., Lan Pax Group S.A., Fast Air Almacenes De Carga S.A., Linea Aerea Carguera De Colombia SA, Aerovias De Integracion Regional S.A., LATAM Finance LTD, LATAM Airlines Ecuador S.A., Professional Airline Cargo Services, LLC, Cargo Handling Airport Services, LLC, Maintenance Service Experts, LLC, Lan Cargo Repair Station LLC, Prime Airport Services Inc., Professional Airline Maintenance Services, LLC, Connecta Corporation, Peuco Finance Ltd., Latam Airlines Peru S.A., Inversiones Aereas S.A., Holdco Colombia II Spa, Holdco Colombia I Spa, Holdco Ecuador S.A., Lan Cargo Inversiones S.A., Lan Cargo Overseas Ltd, Mas Investment Ltd., Professional Airline Services Inc., TAM S.A., TAM Linhas Aereas S.A., Aerolinhas Brasileiras S.A., Prismah Fidelidade Ltda., Fidelidade Viagens E Turismo S.A., TP Franchising Ltda., Holdco I S.A., Multiplus Corredora De Seguros Ltda., and Piquero Leasing Limited.

of Bankruptcy Procedure.

**WHEREAS** on May 2, 2022, the Appellant the Ad Hoc Group of Unsecured Claimants (the “A&P Group”, or the “Appellant”) objected to confirmation of the Debtors’ Joint Plan of Reorganization (the “Plan”) [Dkt. No. 20-11254-jlg, Doc. No. 5202];

**WHEREAS** on May 2, 2022, the Committee objected to confirmation of the Debtors’ Plan [Dkt. No. 20-11254-jlg, Doc. No. 5195];

**WHEREAS** on May 2, 2022, Banco Estado objected to confirmation of the Debtors’ Plan [Dkt. No. 20-11254-jlg, Doc. No. 5207];

**WHEREAS** on May 10, 2022, the Committee filed a supplemental objection to confirmation of the Debtors’ Plan [Dkt. No. 20-11254-jlg, Doc. No. 5281];

**WHEREAS** on May 12, and 13, 2022, the Appellees LATAM Airlines Group S.A. and certain of its affiliated debtors (together, the “Appellees” or the “Debtors”), filed a response in support of confirmation of the Plan [Dkt. No. 20-11254-jlg, Doc. No. 5373];

**WHEREAS** on May 11, 2022, the Committee withdrew its previously filed Plan objections [Dkt. No. 20-11254-jlg, Doc. No. 5335];

**WHEREAS** on May 11, 2022, Banco Estado withdrew its previously filed Plan objection [Dkt. No. 20-11254-jlg, Doc. No. 5336];

**WHEREAS** on May 12, 2022, the Parent Ad Hoc Claimant Group filed a reply to the remaining Plan objections [Dkt. No. 20-11254-jlg, Doc. No. 5355];

**WHEREAS** on May 12, 2022, the White & Case Group filed a statement in support of confirmation and reservation of rights [Dkt. No. 20-11254-jlg, Doc. No. 5343];

**WHEREAS** on May 12, 2022, each of Delta Air Lines, Inc., Costa Verde Aeronautica S.A., Lozuy S.A., and Qatar Airways Investments (UK) Ltd., filed statements in

support of the Plan and confirmation and responses to the remaining Plan objections [Dkt. No. 20-11254-jlg, Doc. Nos. 5352, 5353, 5354];

**WHEREAS** on May 17, 18, and 20, 2022, the Bankruptcy Court held an evidentiary hearing and heard argument on confirmation of the Plan (the “Confirmation Hearing”);

**WHEREAS** at the Confirmation Hearing, both Banco Estado and the Committee made statements on the record in support of confirmation of the Plan;

**WHEREAS** on June 18, 2022, the Bankruptcy Court entered a memorandum decision and order confirming the Plan and overruling the objections thereto [Dkt. No. 20-11254-jlg, Doc. Nos. 5752, 5754] (the “Confirmation Opinion and Order”);

**WHEREAS** on June 21, 2022, the A&P Group filed a notice of appeal of the Confirmation Opinion and Order [Dkt. No. 20-11254-jlg, Doc. No. 5766];

**WHEREAS** on June 27, 2022, the A&P Group filed a motion for a stay of the Confirmation Order pending its appeal [Dkt. No. 20-11254-jlg, Doc. No. 5797] (the “Motion to Stay”).

**WHEREAS** the Proposed Intervenors are interested in their capacities as parties in interest in the bankruptcy proceedings of the above-captioned Debtors, including as creditors or shareholders of the relevant Debtor estates; the Proposed Intervenors played roles in the proceedings below, including through filing pleadings and statements in support of the Plan and participating at the Confirmation Hearing; the Proposed Intervenors are timely intervening consistent with Rule 8013 of the Federal Rules of Bankruptcy Procedure; and, in light of their role in the proceedings below and as parties that may be materially economically impacted by the A&P Group’s objection to the Plan, believe that their participation as intervenors is more appropriate than seeking leave to file briefs as *amici curiae*;

**WHEREAS**, subject to the page and word limitations referenced below, neither the A&P Group nor the Debtors oppose the Proposed Intervenors' motion to intervene in the above-captioned appeal;

**WHEREAS** the Proposed Intervenors, the Debtors, and the A&P Group have agreed that the Debtors and the Proposed Intervenors will file a joint brief (the "Joint Brief") in the above-captioned appeal, *provided that* (i) the Committee will be permitted to file a separate supplemental brief not to exceed four (4) pages concerning any unique arguments not covered in the Joint Brief, and (ii) the Parent Ad Hoc Claimant Group, the White & Case Group, Banco Estado, Delta Air Lines, Inc., Costa Verde Aeronautica S.A., Lozuy S.A., and Qatar Airways Investments (UK) Ltd., collectively will be permitted to file a separate supplemental joint brief not to exceed ten (10) pages concerning any unique arguments not covered in the Joint Brief; *provided further*, that the A&P Group, in connection with reply briefing, will be permitted an additional 2,000 words in their reply brief.

**NOW THEREFORE**, for good cause shown, the Proposed Intervenors respectfully request that the Court enter an order permitting the Proposed Intervenors to intervene in the above-captioned appeal on the terms set forth herein.

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*So ordered.*

*Dennis L. Ke*  
*July 13, 2022*